

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS (DALLAS)

IN RE: . Case No. 22-31641-MVL-7
. .
. .
GOODMAN NETWORKS, INC., . U.S. Bankruptcy Court
D/B/A GOODMAN SOLUTIONS, . 1100 Commerce Street
. Dallas, Texas 75242
. .
Debtor. . Tuesday, May 23, 2023
. . 10:05 A.M.
.

TRANSCRIPT OF HEARING ON
EXPEDITED MOTION FOR 2004 EXAMINATION of MBG HOLDINGS, INC.
F/K/A AMERICAN METALS RECOVERY AND RECYCLING, INC. FILED BY
TRUSTEE SCOTT M. SEIDEL (234)
AND MOTION TO COMPEL RE: DISCOVERY FILED BY TRUSTEE SCOTT M.
SEIDEL (257)

BEFORE THE HONORABLE MICHELLE V. LARSON
UNITED STATES BANKRUPTCY COURT JUDGE

APPEARANCES ON NEXT PAGE.

Audio Operator: Hawaii S. Jeng

Proceedings recorded by electronic sound recording, transcript
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For MBG Holdings Inc. Okin Adams Bartlett Curry LLP
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Recovery and 1113 East Vine Street, Suite 240
Recycling Inc.: Houston, Texas 77002

For UMB Bank as Hunton Andrews Kurth LLP
Indentured Trustee BY: PHILIP MICHAEL GUFFY, ESQUIRE
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Noteholder Group: Houston, Texas 77002

For Arris Solutions, DLA Piper
Inc: BY: RYAN J. SULLIVAN, ESQUIRE
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Expedited Motion for 2004 examination of MBG Holdings Inc. f/k/a American Metals Recovery and Recycling Inc. Filed by Trustee Scott M. Seidel (234)

Court's Ruling - Resolved By Agreement of Parties 7

Motion to compel re: discovery filed by Trustee Scott M. Seidel (257)

Court's Ruling - Motion Withdrawn 7

1 (Proceedings commenced at 10:05 a.m.)

2 THE COURT: All right. We have one matter remaining
3 on the morning docket, which is Case Number 22-31641, Goodman
4 Networks, Inc. and Goodman Networks.

5 I'll take appearances for the record.

6 MS. FUNK: Hi, good morning, Your Honor. Brenda
7 Funk, Munsch Hardt Kopf & Harr, for Scott Seidel, the Chapter 7
8 Trustee. Mr. Rukavina stole my thunder there. I appreciate
9 Your Honor allowing me to proceed on a pro hac basis, and it's
10 wonderful to appear before Your Honor.

11 THE COURT: Thank you very much, Ms. Funk.

12 MR. BARTLETT: Good morning, Your Honor. I'm sorry.

13 THE COURT: Please go ahead.

14 MR. BARTLETT: Good morning, Your Honor. Jim Barlett
15 for MBG Holdings, Inc.

16 THE COURT: One more time with your client --

17 MR. SEIDEL: Your Honor, Seidel the --

18 THE COURT: Just one more time, Mr. Barrlett. I
19 missed your client.

20 MR. BARTLETT: MBG Holdings, Inc.

21 THE COURT: Okay. Thank you very much.

22 MR. SEIDEL: Good morning again, Your Honor. Seidel,
23 the Trustee, is here, as well, Your Honor.

24 THE COURT: Okay, thank you very much.

25 Mr. Guffy, would you like to make an appearance?

1 MR. GUFFY: Yes, Your Honor. Philip Guffy from
2 Hunton Andrews Kurth on behalf of UMB Bank, National
3 Association, as indenture trustee and the majority noteholder
4 group.

5 THE COURT: Thank you very much.

6 MR. SULLIVAN: And Ryan Sullivan on behalf of ARRIS.

7 THE COURT: Good morning.

8 Anyone else?

9 (No audible response)

10 THE COURT: All righty. Hearing no other takers, Ms.
11 Funk?

12 MS. FUNK: Great. Thank you, Your Honor.

13 Again, for the record, Brenda Funk for Scott Seidel,
14 the Chapter 7 Trustee. We are here on the Trustee's motion for
15 2004 examination of MBG Holdings. We are also here on the
16 Trustee's motion to compel at Docket 257.

17 Following the interim order that the Court entered at
18 Docket 251, the Trustee did serve a subpoena on MBG with the
19 same requests that were in the 2004 motion. We have been
20 diligently working with Mr. Bartlett on behalf of MBG. MBG has
21 produced a number of documents responsive to the Trustee's
22 requests. Production is ongoing, and Mr. Barlett and MBG have
23 been very helpful.

24 So based on the production to date and Mr. Bartlett's
25 representations that certain additional information will be

1 forthcoming, the Trustee's motion to compel, I'm happy to
2 report, has been resolved. So with Mr. Bartlett, we're working
3 with Mr. Bartlett on a proposed form of final order that would
4 be substantially in the form of the interim order. And we
5 would like to upload that for the Court to enter today.

6 THE COURT: Okay. Excellent. Thank you very much,
7 Ms. Funk.

8 Mr. Bartlett, anything further on this issue?

9 MR. BARTLETT: No. Ms. Funk, you know, I agree with
10 everything that she said.

11 THE COURT: Okay. Thank you very much.

12 Mr. Guffy, Mr. Sullivan, anything further on behalf
13 of the creditors?

14 MR. GUFFY: Just one point, Your Honor. As the Court
15 is aware, we're a secured creditor here. And we did deliver a
16 notice to AMRR under UCC Section 9-607 regarding the AMRR note.
17 We had set a date previously for creditors to file joinders
18 with their own 2004 motion. We did reach an agreement with
19 counsel for MBG Holdings. They are providing us with the
20 documents that they're providing to the Trustee. And so it was
21 not necessary for us to file our own 2004 motion since we're
22 getting what we wanted, as well.

23 THE COURT: Excellent. Thank you very much, Mr.
24 Guffy.

25 Mr. Sullivan, anything to add today?

1 MR. SULLIVAN: No, Your Honor. Thank you.

2 THE COURT: Okay. Thank you very much.

3 Well, the system worked. All righty.

4 I'm certainly glad to hear that folks were able to
5 reach agreement. So from the 2004 perspective, am I to assume
6 that there's no further issues with respect to looking at the
7 objections on the request for production up and down, all of
8 that has been resolved by virtue of the final order you're
9 working on?

10 MS. FUNK: That is correct, Your Honor.

11 THE COURT: Excellent.

12 MR. BARTLETT: And that's also my understanding.

13 THE COURT: All right. That's good news. That's
14 good news.

15 Well, with that, the Court will look forward to the
16 final form of order as it pertains to the Rule 2004. With
17 respect to the motion to compel discovery filed by the Trustee
18 at Docket 257, Ms. Funk, how do you want to address that?

19 MS. FUNK: We will withdraw that motion, Your Honor.

20 THE COURT: Okay.

21 MS. FUNK: We will note it as being resolved.

22 THE COURT: Okay. Excellent.

23 MR. BARTLETT: And, Your Honor, I will diligently try
24 to get the order finalized with Ms. Funk and uploaded today,
25 but we have to run it by our respective sides and clients. So

1 it may be tomorrow if that's acceptable.

2 THE COURT: By the look of my docket, I will be here
3 tomorrow. No problem. I do have a really really full docket
4 tomorrow, so I may not get to orders until the end of the day
5 anyway, so.

6 MR. BARTLETT: Okay.

7 THE COURT: But I'll look for it in due course. All
8 righty.

9 All right. Well, you guys have a great day. And the
10 Court will stand in recess until 1:30.

11 THE CLERK: All rise.

12 MR. BARTLETT: Thank you.

13 MS. FUNK: I appreciate it, Your Honor.

14 (Proceedings adjourned at 10:10 a.m.)

15 * * * * *

16 **C E R T I F I C A T I O N**

17 I, DIPTI PATEL, court approved transcriber, certify
18 that the foregoing is a correct transcript from the official
19 electronic sound recording of the proceedings in the above-
20 entitled matter, and to the best of my ability.

21

22 /s/ Dipti Patel

23 DIPTI PATEL, CET-997

24 LIBERTY TRANSCRIPTS

DATE: May 25, 2023

25